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COMICS
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X-FACTOR



LIEFELD/MILGROM

HEY, NANNY!
THERE THEY
ARE, COMIN'
OUTTA THAT
CHURCH!

HUSH, MY ORPHAN
MAKER, YOU MUSTN'T
EXCITE YOURSELF.

STAN LEE PRESENTS:

DUST TO DUST

NOT
YET.

SEEMS
FUNNY TO
HAVE SUCH A
SMALL CEREMONY.
MADELYNE, THE FOR-
MIDABLE GOBLIN
QUEEN, IS CREMATED
... AND WE'RE THE
ONLY ONES
HERE.

SHE NEVER
HAD A REAL
LIFE BEYOND
US... AND THE
X-MEN.

IT'S FITTING,
SOMEHOW,
THAT WE ALONE
HAVE SEEN
HER TO HER
FINAL REST!



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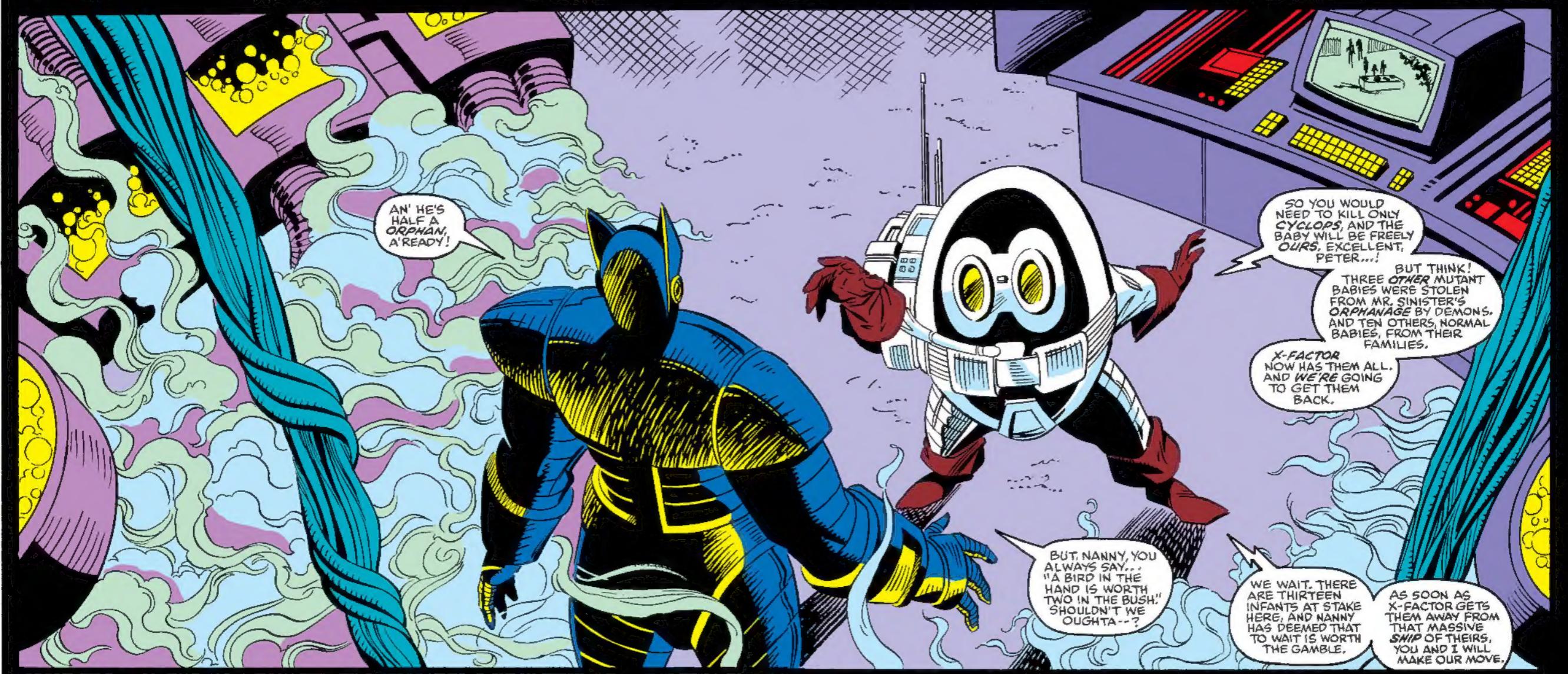
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X-FACTOR'S SHIP HOVERS OVER THE NORTH ATLANTIC LIKE A VAST TECHNOLOGICAL CLOUD.

ITS DECK SWARMS WITH LIFE, HUMAN AND MUTANT, CHILDREN AND ADULTS, ALL SURVIVORS OF THE HORROR CALLED... INFERNO.



BOBBY, IT IS ODD, BUT MY SCANNERS SHOW A SHADOW IN THE CLOUDS, I CANNOT SAY WHAT IT IS...

DON'T SWEAT IT, SHIP! IF IT'S NOT BOTHERING YOU... DON'T BOTHER IT.

LIVE AND LET LIVE, THAT'S MY NEW MOTTO.

LEECH SCARED YOU GO...

NOT SAY... ...GOOD-BYE!



OH, SCOTT, LET ME HOLD HIM! HE'S SUCH AN ADORABLE LITTLE FELLOW.

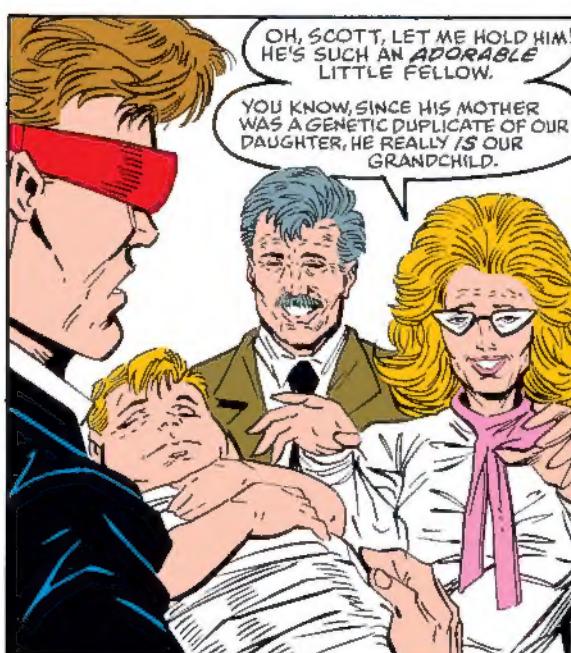
YOU KNOW, SINCE HIS MOTHER WAS A GENETIC DUPLICATE OF OUR DAUGHTER, HE REALLY IS OUR GRANDCHILD.

HE'S SOMETHING WONDERFUL THAT'S COME FROM THIS TERRIBLE TRAGEDY.

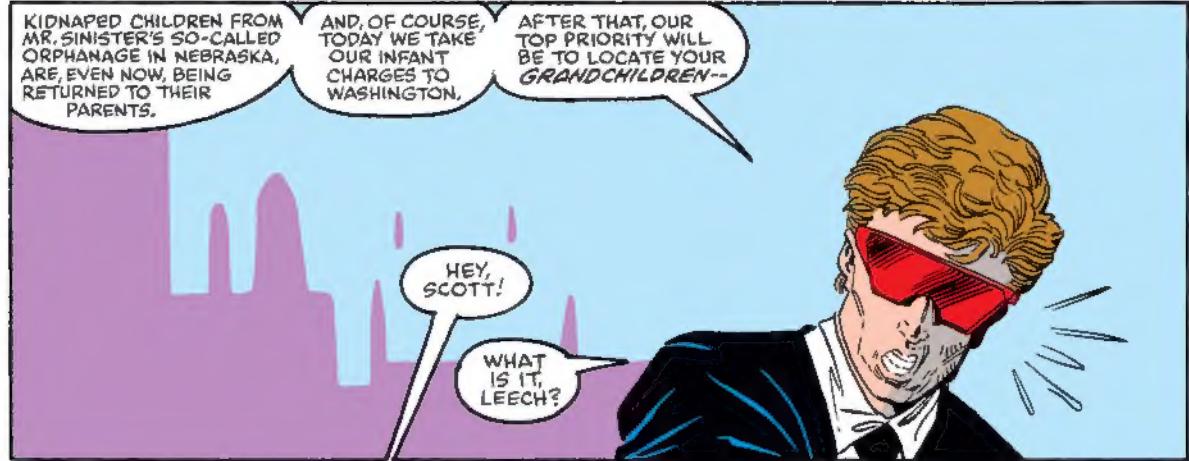
HE LOOKS SO MUCH LIKE MY OTHER GRANDCHILDREN, LITTLE GALEN AND...

JEAN, HAVE YOU STILL LEARNED NOTHING ABOUT THEIR WHEREABOUTS... OR YOUR SISTER'S?

WE'RE... STILL LOOKING.



HOW CAN I TELL HER THAT I FOUND MY NIECE AND NEPHEW ONLY TO LET THEM BE CARRIED OFF BY THAT ROBOT, MANNY...



THANKS, BUT ARTIE
AN' LEECH AN' ME
HAVE TO LEARN
TO READ AND
WRITE AN' STUFF.

I STILL HAVE THIS
POWER OVER THE
SHAPE OF MATTER,
EVEN IF IT'S NOT AS
STRONG AS IT WAS
BEFORE I FOUGHT
N'ASTIRH...

...AN' NOW I
NEED REAL
KNOWLEDGE
TO BE ABLE TO
CONTROL IT.

SO SCHOOL...
HERE WE COME!

MINUTES
LATER...

I'M UP HERE, GUYS.
COME ON! THE CON-
TROLS ARE SO SIMPLE,
I COULD FLY THIS
PLANE MYSELF!

WELL, DON'T! I'M
THE DESIGNATED
PILOT THIS TRIP,
TAKI!

COME ON,
ARTIE, LEECH.
SCHOOL'S A
WAITIN'!

THERE ARE LITTLE
MILITANT KIDS BELOW,
NANNY. CAN'T WE GET
'EM, TOO?

LATER,
MY ORPHAN-
MAKER...

FOR NOW, OUR
PRIMARY
CONCERN
MUST BE THE
BABIES.

AND SOON...







"...AND THEN..."

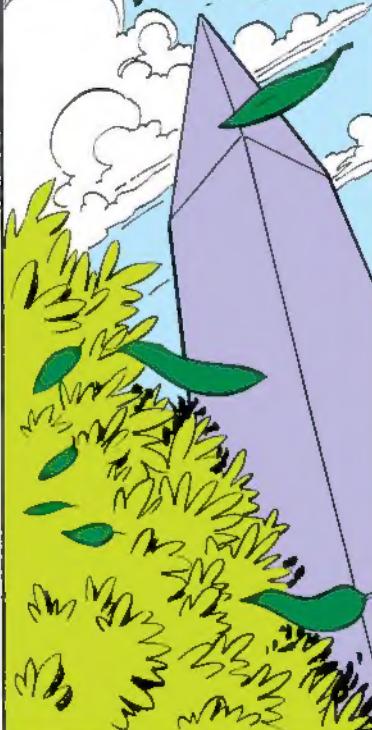
KRUNCH!

WHAT THE HECK-?!

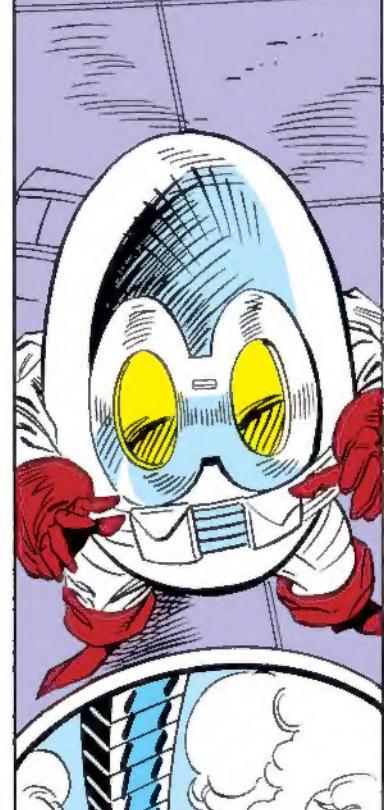


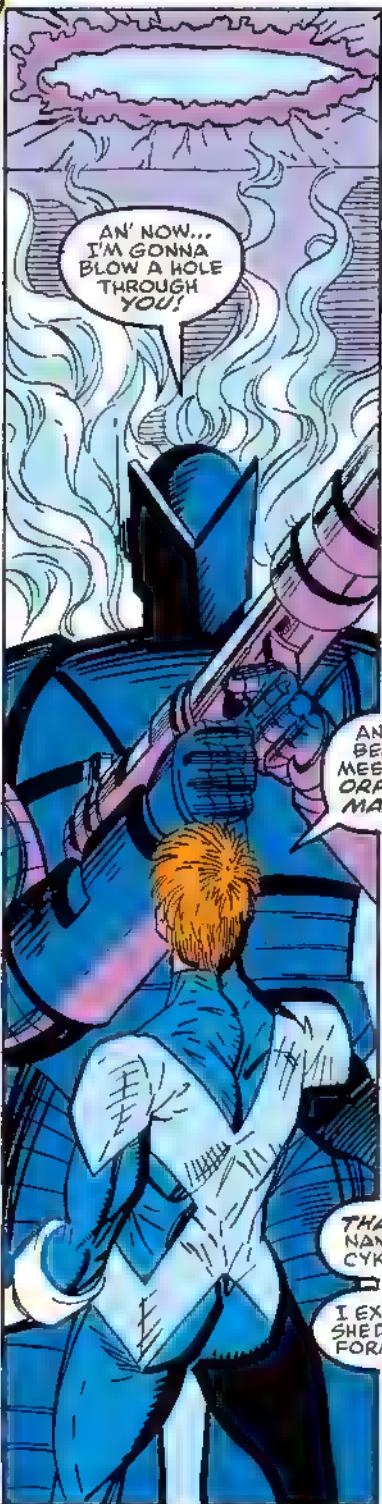
AND NOW, PETER, PREPARE FOR OUR DESCENT! TO QUOTE AN OLD NURSERY RHYME...

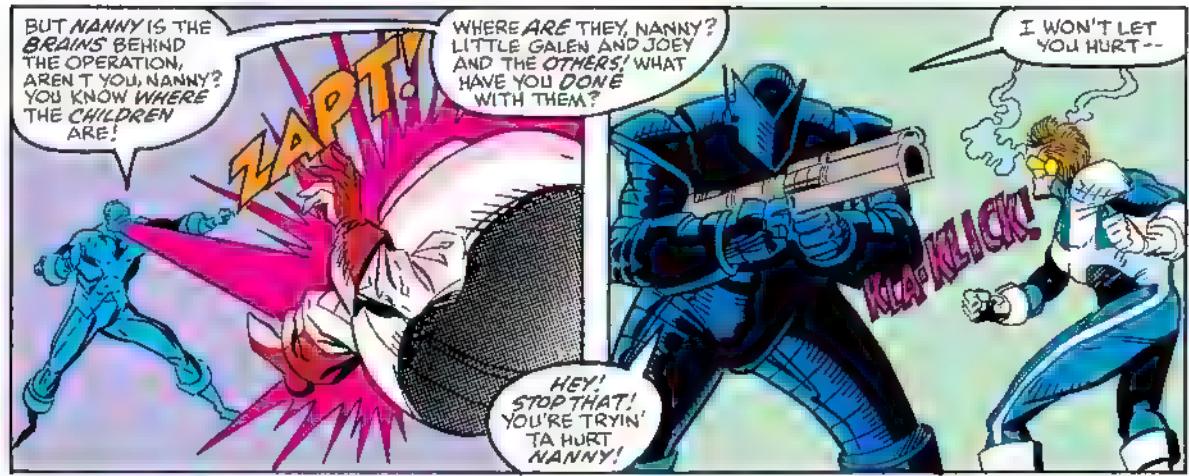
"ONE-RY, TWO-RY,
ZICKERY-ZAN,
HOLLOW BONE, CRACK A BONE, NINERY-TEN,
SPITTERY SPOT, IT MUST BE DONE;
TWIDDLEUM TWADDLE... AND THEY'LL BE GONE!"

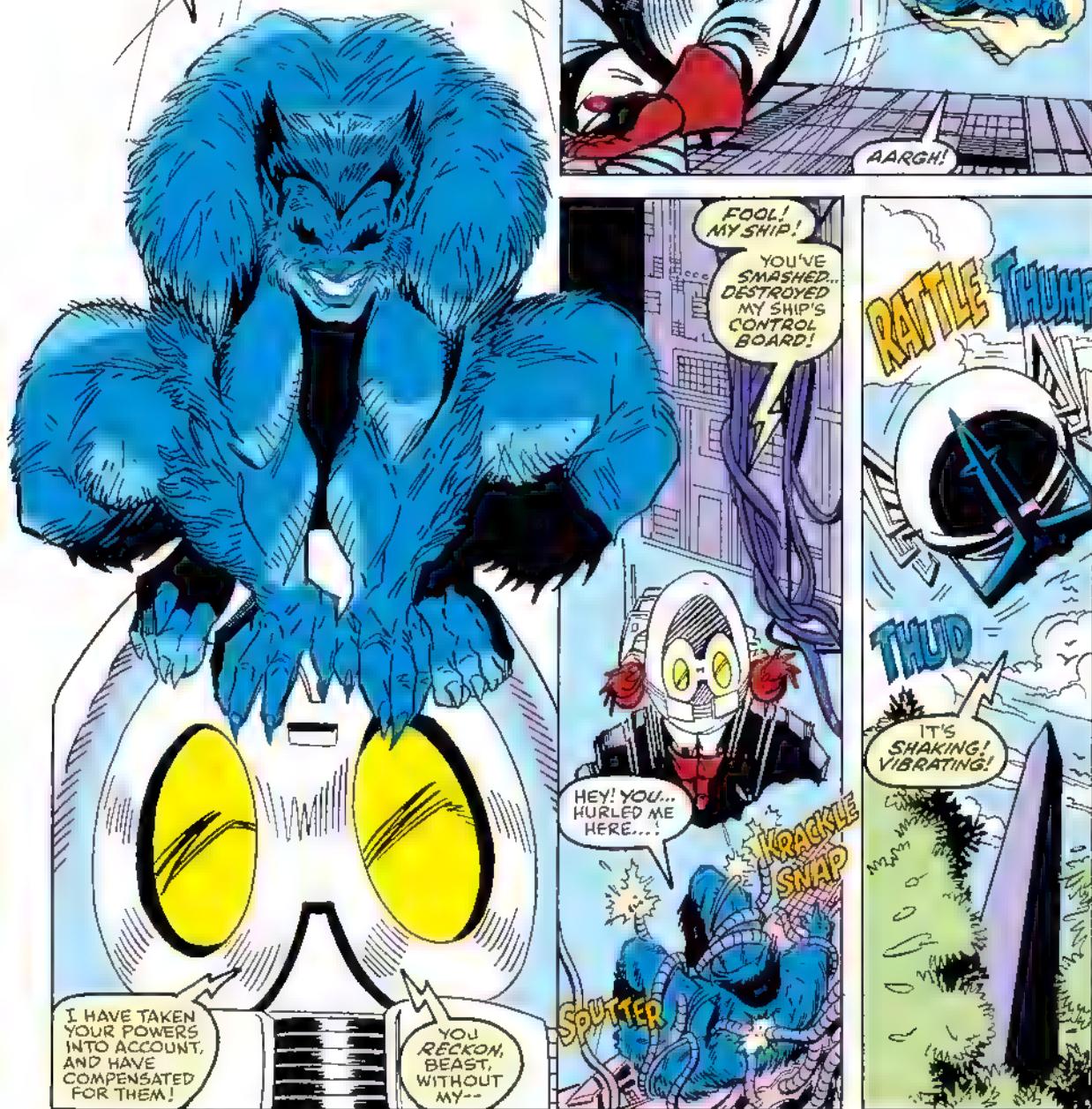


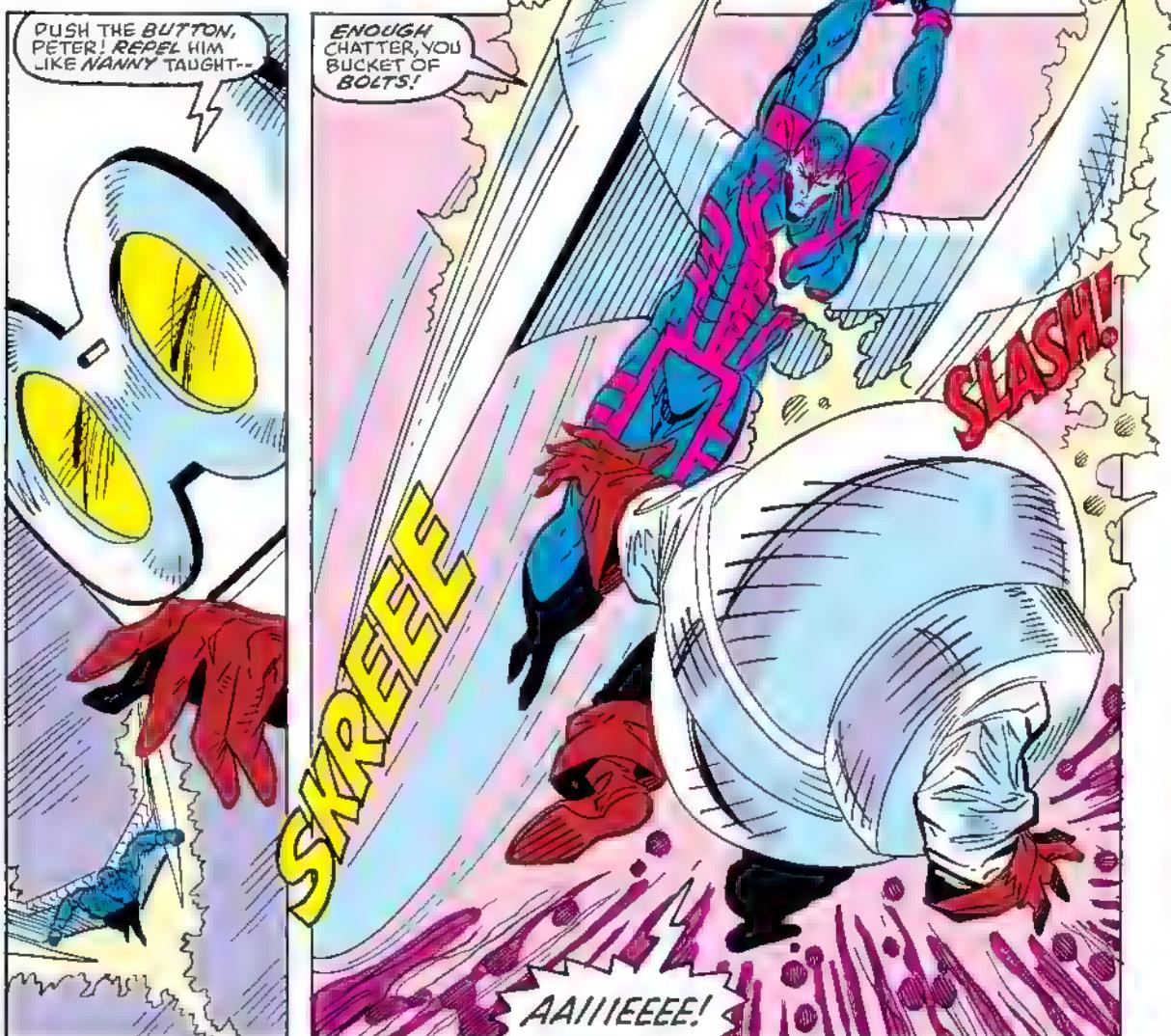
THINK, CHILD! YOU HAVE ONLY TO RIP OFF THE HATCH!



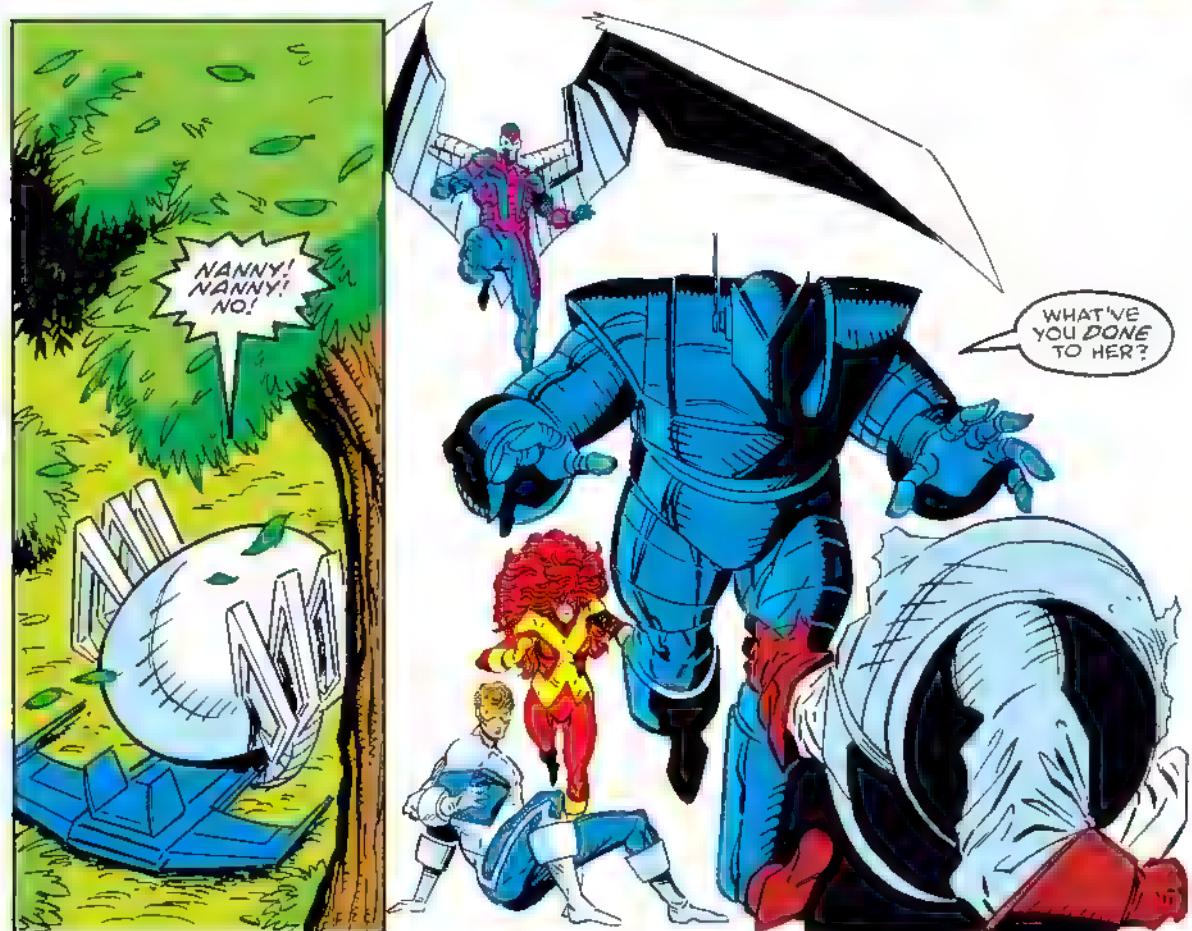
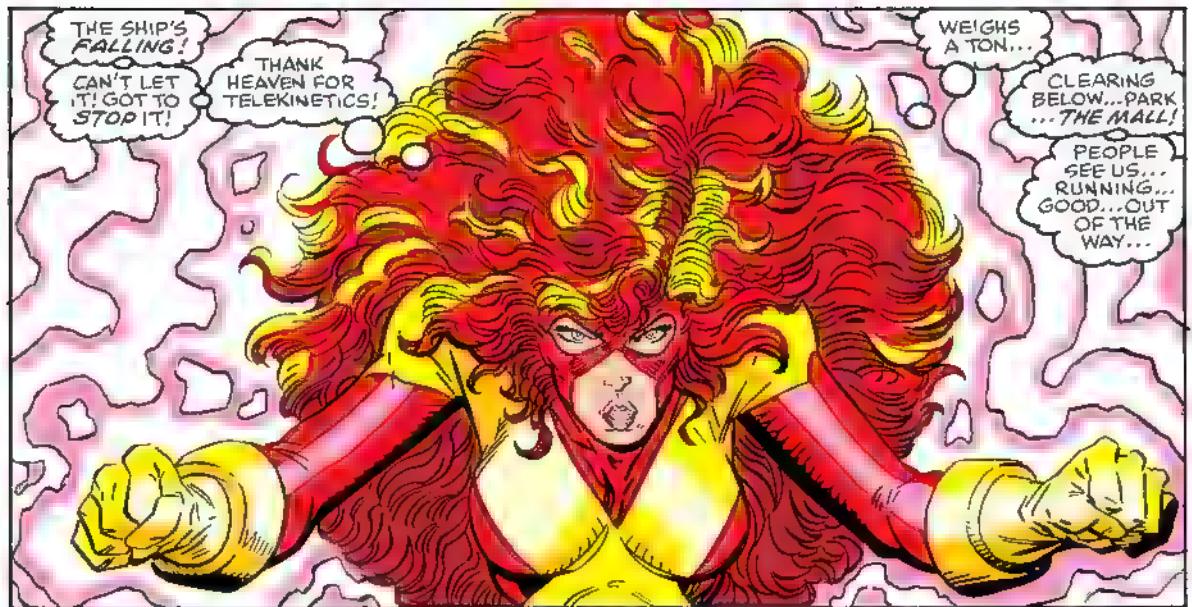


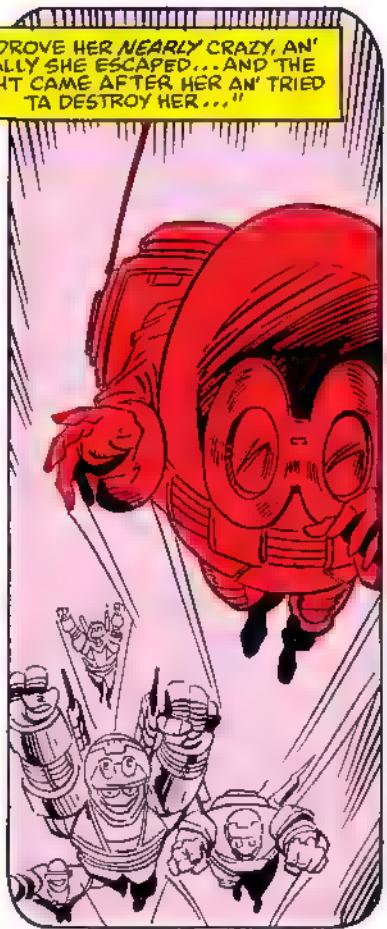
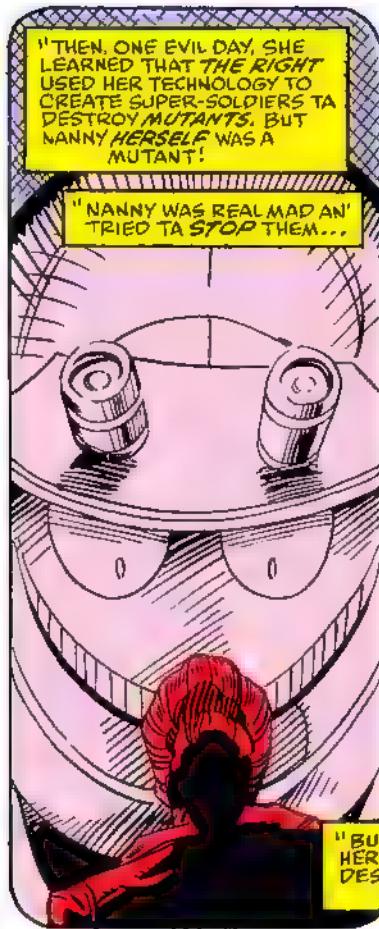














IT IS THE WORK OF MINUTES TO DISENTANGLE AND AWAKEN THE CHILDREN. BUT THEIR SLACK MUSCLES AND VACANT STARES GIVE JEAN CAUSE FOR ALARM...

JOEY! GALEN! SNAP OUT OF IT! IT'S OKAY! YOU'RE SAFE, WITH AUNT JEAN....

I NEED TO KNOW... CAN YOU TELL ME... WHERE IS YOUR MOTHER?

WE DON'T KNOW YOU! NANNY SAYS WE MUSTN'T TALK TO STRANGERS.

NANNY SAYS WE DON'T HAVE A MOTHER. WE DON'T NEED A MOTHER.

WE DON'T WANT A MOTHER! BUT, DON'T WORRY. WE'RE NANNY'S ORPHANS.

AN' SHE'LL TAKE CARE OF US AND LOVE US ALWAYS... AND WE'LL NEVER, NEVER HAFTA GROW UP.

WHAT???



IT'S THAT... PIXIE DUST! YOU USED IT ON THEM, DIDN'T YOU, NANNY?

TO GET INSIDE THEIR HEADS! TO WARP THEIR MINDS!

PUT THEM BACK! OR I PERSONALLY WILL TAKE YOU APART, BOLT BY--

YOU SEE, MY ORPHAN MAKER. NANNY'S GAMBLE DID NOT PAY OFF.

WE HAVE LOST OUR BIRDS IN THE HAND AS WELL AS THOSE IN THE BUSH!



LEARN FROM THIS, PETER, THE LESSONS OF THE OLD PROVERBS AND RHYMES. NANNY HAS ANOTHER SHE WILL SHARE WITH YOU...

"HE WHO FIGHTS AND RUNS AWAY... LIVES TO FIGHT ANOTHER DAY..."

NANNY AND THE ORPHAN MAKER... WENT UP IN A PUFF OF SMOKE! MAGIC--?

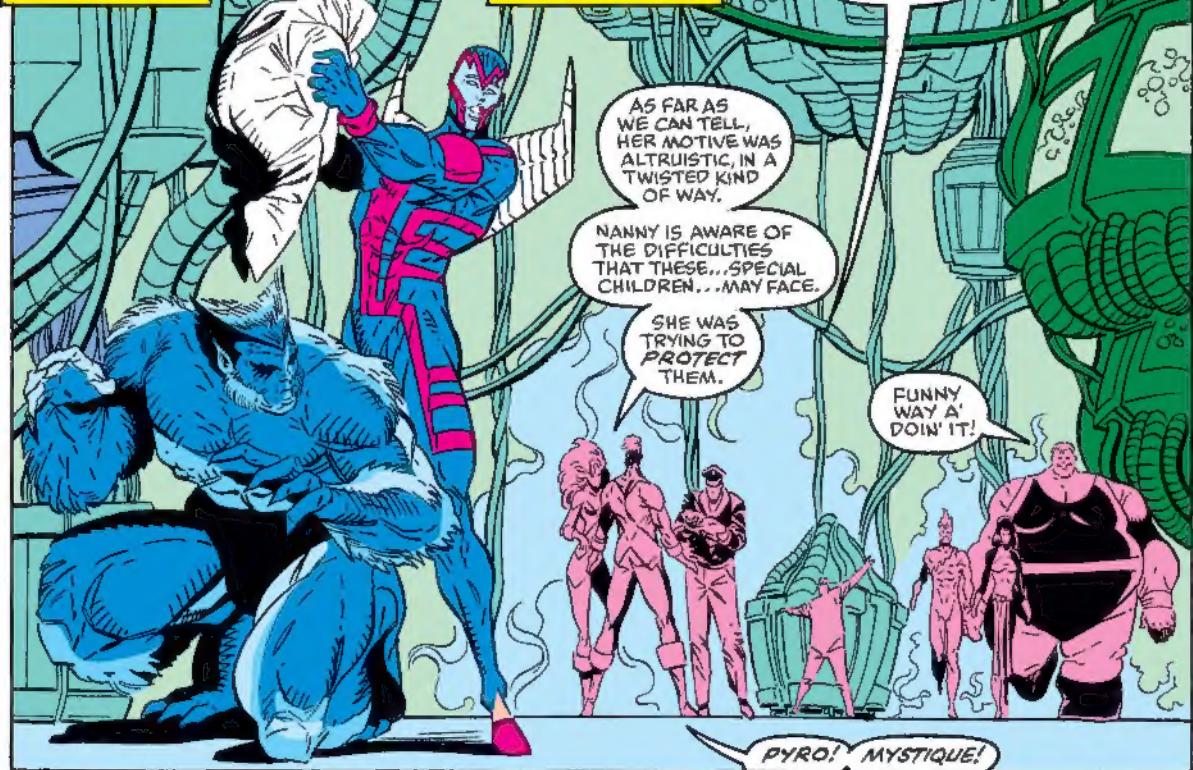
NOTHING SO ESOETERIC, JEANIE, THEY TELEPORTED AWAY BUT THEY LEFT THEIR SHIP AND THE CHILDREN, BEHIND!



SEVERAL HOURS LATER, THE MALL AREA, BETWEEN THE WASHINGTON MONUMENT AND THE CAPITOL, HAS BEEN CORDONED OFF.

GAWKERS ARE HELD AT A DISTANCE WHILE THE JOB OF UNLOADING NANNY'S LOST BOYS AND GIRLS FROM THEIR COLD SLEEP COFFINS CONTINUES...

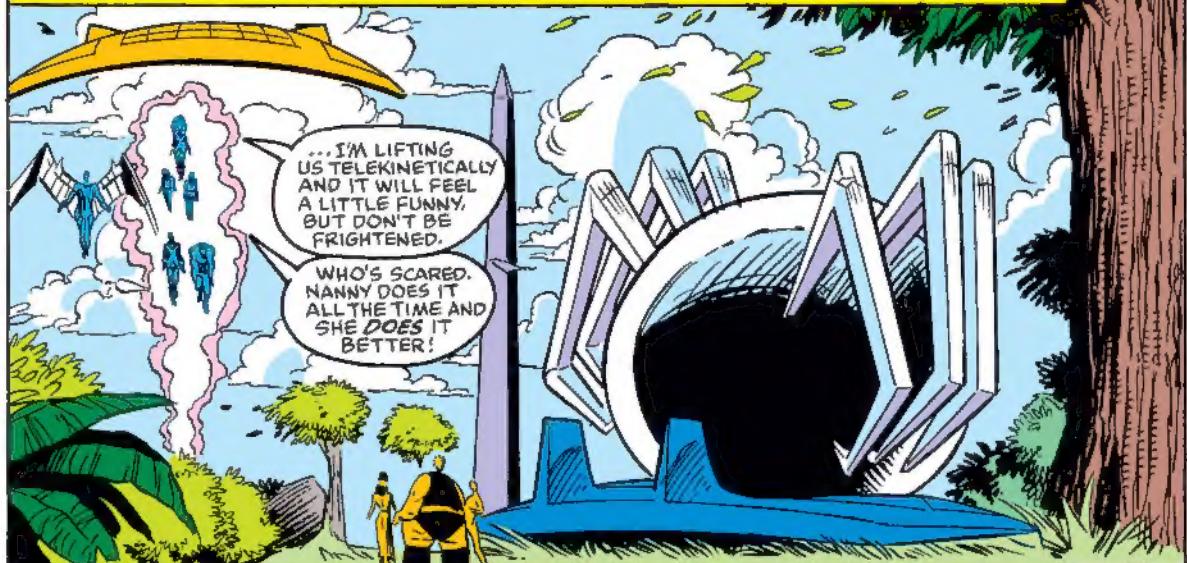
THIS NANNY CREATURE HAD QUITE A FEW CHILDREN SEQUESTERED AWAY. WHAT DID SHE WANT WITH THEM?

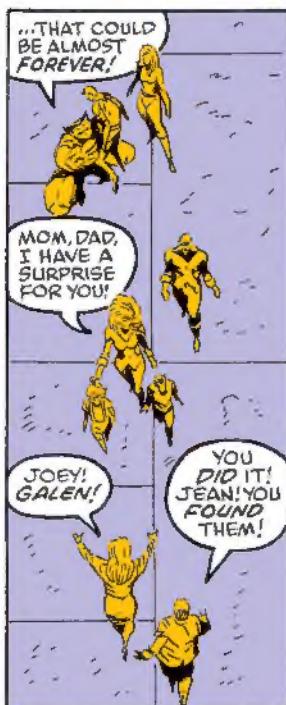
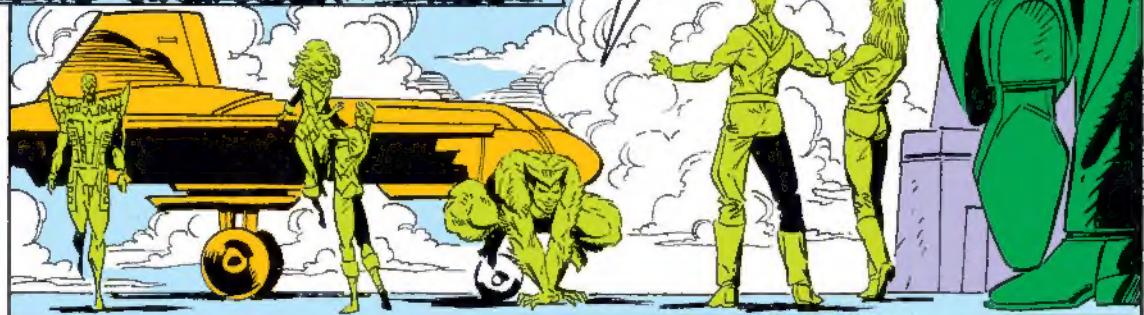
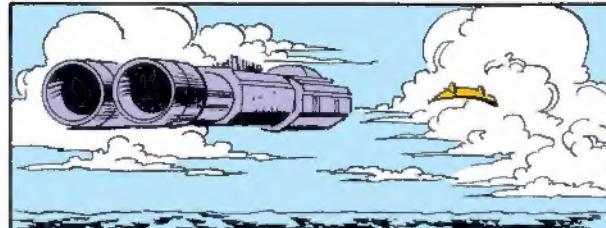


PYRO! MYSTIQUE!



SOON A NEW TRANSPORT, SENT BY THEIR WORRIED SHIP, HOVERS IN THE AIR ABOVE X-FACTOR AND...





(DON'T MISS NEW MUTANTS #76--IN WHICH THE X-TERMINATORS OFFICIALLY JOIN THE NEW MUTANTS.)
THEN X-FACTOR #41 BRINGS YOU THE MUTANT REGISTRATION ACT CONTEST WINNER--ALCHEMY IN:
GOLDEN BOY!
FEATURING GUEST ARTIST
ARTHUR ADAMS!
DON'T MISS IT!